

STATE OF MINNESOTA

DISTRICT COURT

COUNTY OF CARVER

FIRST JUDICIAL DISTRICT  
PROBATE DIVISION

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In the Matter of:

Court File No. 10-PR-16-46

Judge Kevin W. Eide

Estate of Prince Rogers Nelson,

Decedent.

**DECLARATION OF  
JOSEPH J. CASSIOPPI****[REDACTED]**

---

I, Joseph J. Cassioppi, declare and state as follows:

1. I am a shareholder at Fredrikson & Byron P.A. ("Fredrikson"), counsel for Comerica Bank & Trust, N.A. ("Comerica"), the Personal Representative of the Estate of Prince Rogers Nelson. I submit this Declaration in connection with Comerica's Reply in Support of Petition for Fees and Costs for February 2018 Through January 2019 and Response to the Nelsons' Objection to Comerica's Petition for Fees and Costs.

2. Attached hereto as **Exhibit A** are a series of tweets published by Sharon L. Nelson on April 10-11, 2018.

3. Fredrikson divides its billing for the services it performs for the Estate by subject matter. Fredrikson has 301 matters open for the Estate. During October 2017 through January 2018 alone, Fredrikson attorneys worked on 159 separate Estate matters.

4. On a weekly basis, I and other members of the Estate's legal team send and receive at a minimum dozens, and more often hundreds, of emails related to the administration of the Estate. For example, during the week of January 5, 2018 (a fairly average week), I personally received 244 emails (not including inconsequential emails that I deleted, or any emails I sent) from, among others, Comerica, counsel for Londell McMillan, Jason Boyarski,

Troy Carter, Pamela Golinski, Peter Gleekel, opposing counsel in the Tidal litigation, Justice Gilbert, Heirs' counsel, Fredrikson attorneys, and others. Although the number of emails has fallen from the beginning of Fredrikson's engagement, when I would routinely receive more than 100 emails in a single day, the administration and litigation needs of the Estate require daily attention and time.

5. This Estate, and particularly the NPG and Paisley Park business entities held by the Estate, require legal work on wide variety of matters (most of which are unrelated to traditional estate administration matters) on a daily basis. To take just one example, on January 18, 2018, attorneys for the Estate performed the following legal work:

- Mark Greiner (shareholder), Karen Sandler Steinert (shareholder), and Adam Gyurisin (staff attorney) prepared the Minnesota Department of Revenue installment payment paperwork, held a discussion with the IRS and counsel for one of the Heirs regarding the Section 6166 installment payments, and edited the Paisley Park Exhibit Operating Agreement;
- Howard Roston (shareholder) reviewed and corresponded with the County Attorney regarding the Paisley Park Real Estate tax protest matter;
- I edited a draft agreement [REDACTED] and discussed the agreement with [REDACTED], held a discussion with Justin Bruntjen in an attempt to finalize the execution of Justice Gilbert's mediation agreement, and, along with Marie Williams (associate), prepared for and argued Patrick Cousins' appeal of the order dismissing his claim against the Estate ;
- Sarah Olson (shareholder) researched the Estate's response to collection actions being undertaken against the Estate based on the judgment obtained against Prince in Italy;
- In the Ian Boxill federal court and arbitration proceedings, Barbara Marchevsky (associate) researched potential additional claims to assert against defendants, Todd Klukow (paralegal) reviewed documents received from a third-party and worked on serving document subpoenas, Lora Friedemann (shareholder) took the deposition of Ian Boxill in Los Angeles, Anne Rondoni Tavernier (associate) reviewed documents in preparation for a motion to compel, and Grant Fairbairn (shareholder) worked on retaining an expert and scheduling depositions with opposing counsel;
- Steve Helland (shareholder) worked on reviewing and communicated with the client regarding the Paisley Park Exhibit Operating Agreement, photography copyright matters, and legal issues related to the Estate's website;
- Barbara Marchevsky drafted motions for default judgment and for an award of attorneys' fees (both of which have since been granted) in the Thuy Nam Ly copyright infringement matter in Rhode Island;

- Ann Wessberg (shareholder), John Pickerill (shareholder), and Ama Yates (paralegal) worked on at least five separate trademark, copyright, and domain name matters; and
- Jason Boyarski reviewed a draft of [REDACTED] for entertainment law issues, held a telephone conference with Comerica regarding the status of entertainment deals, spoke with Ken Abdo regarding [REDACTED], worked on the proposed agreement [REDACTED], advised Comerica on proposed synchronization licenses, and worked on a draft of [REDACTED].

6. When the Nelsons filed the Petition to Remove Comerica as Personal Representative, they triggered an automatic stay on the Personal Representative's ability to act on behalf of the Estate. This forced the Personal Representative and its counsel to stop critical, time-sensitive work on behalf of the Estate. Faced with the prospect of losing potential entertainment deals mid-negotiation, missing deadlines in the Estate's numerous litigation matters, and lapses in the enforcement of critical and valuable intellectual property owned by the Estate, we moved, on behalf of the Personal Representative, for emergency, interim relief from the Court.

7. Next, we prepared a detailed written response to the Petition and the unsupported accusations therein on behalf of the Personal Representative. To establish a factual record for the Court, we conducted interviews with, and gathered documents from, numerous individuals working for the Estate including third parties such as Iron Mountain and MarkMonitor. The process of obtaining declarations from Iron Mountain and MarkMonitor was not a quick, one-step process. It required the Personal Representative's counsel to interview individuals from those companies providing services to the Personal Representative, draft declarations based on the interviews, consult with Iron Mountain and MarkMonitor's internal legal team to exchange drafts and revisions to the declarations and redactions thereto, and then follow-up with the relevant individuals to execute the declarations. We also researched the legal issues presented by the Petition. We then drafted a 49-page memorandum in response to the Petition, and drafted

and compiled the numerous supporting declarations and exhibits. The written response, including the factual record submitted to the Court, totaled 649 pages. An associate (Emily Unger), with assistance from administrative staff, redacted the confidential information from each document and created public and under-seal versions of each. As a result of the large volume of pages being filed and the complexity of filing and serving multiple versions of each document (redacted and under-seal), the filing and serving of the Personal Representative's response took several hours for administrative staff, supervised by Ms. Unger, to complete.

8. After submitting the Personal Representative's written response, we then prepared for the hearing on the Petition. The Court originally indicated to counsel that it was considering allowing parties to solicit testimony of adverse witnesses via cross-examination at the hearing. As a result, we prepared cross-examinations of the Nelsons' witnesses for the hearing, we had the Personal Representative's most important witnesses (including Angela Aycock, Andrea Bruce, Brian Wolfe, Troy Carter, and Jason Boyarski) fly in for the hearing so they would be available for questioning, and we worked extensively with our witnesses to prepare them for questioning. I also prepared oral argument to present at the hearing. Although the Court ultimately chose not to allow examination of witnesses at the hearing, it had indicated prior to the hearing that it was considering allowing cross-examination so we were required to prepare for that possibility.

9. In total, ten Fredrikson attorneys and paralegals worked on the Personal Representative's response to the Petition to Remove. Four of these ten, however, billed fewer than four hours each. Lora Friedemann, who specializes in intellectual property litigation, and Ann Wessberg, who specializes in trademarks and copyrights, both submitted declarations in response to accusations in the Petition that the Personal Representative had failed to protect the

Estate's intellectual property rights. Paralegal Ama Yates and staff attorney Adam Gyuris assisted in preparing these declarations. These four attorneys and paralegal billed 5.9 hours total. Mark Greiner and Karen Sandler-Steinert, shareholders specializing in trusts and estates who oversee the administration of the Estate as a whole, each helped in preparing and commenting on the written submissions and in preparing the Personal Representative's witnesses. Sarah Olson, a junior shareholder and litigator, and Emily Unger, a senior associate and litigator, both assisted in conducting witness interviews and preparing portions of the written objections. Ms. Olson also assisted by preparing cross-examinations of the Nelsons. Ms. Unger supervised the redacting, compiling, filing, and serving of the written objections and the supporting record. As the lead attorney on the Estate's probate litigation, I prepared and argued the emergency motion for interim relief, drafted the bulk of the written objections, and prepared and delivered the oral argument. I also prepared cross-examinations and worked with the Personal Representative's witnesses to prepare them for questioning.

10. I have reviewed the attorneys' fees billed to the Estate for October 2017 through January 2018 and the Roc Nation litigation and the litigation and mediation with George Ian Boxill comprised nearly one-third of the total attorneys' fees and costs during this period. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

11. Since L. Londell McMillan initially refused to sign a non-disclosure agreement more than one year ago, I and other attorneys working for the Estate have spent dozens of hours

communicating with Mr. McMillan and his counsel attempting to negotiate a resolution to that and other conflicts with Mr. McMillan. Mr. McMillan's refusal to cooperate with the Personal Representative has cost the Estate thousands of dollars in needless attorneys' fees.

12. By utilizing a team of many diverse attorneys (including many shareholders with specific areas of expertise in areas like trademarks, estate tax, and real estate), counsel for the Personal Representative is able to deliver legal services for the benefit of the Estate more efficiently and capably than if Comerica utilized only a small team of attorneys or associates.

13. Fredrikson staffs the Estate's matters using associates and paralegals where appropriate, such as for legal research, drafting, and second-chairing arguments. For example, associates researched and drafted the brief in response to the appeal by Patrick Cousins and second-chaired the oral argument, while I revised the brief and prepared and delivered the oral argument. The total fees incurred for briefing and arguing the Patrick Cousins appeal were approximately \$22,000. Comerica won the appeal, saving the Estate from having to pay Mr. Cousins' nearly \$600,000 claim.

14. This Estate presents countless complex and novel legal issues. The Boxill litigation is a prime example. The Boxill litigation is proceeding simultaneously in two venues, federal court and arbitration. Both involve resolving the question of whether Boxill is a joint author of certain Prince songs. Adjudicating joint authorship is a fact-specific and highly nuanced area of copyright law. The litigation also involves novel intellectual property claims. In October, the Estate received a favorable ruling from the federal court recognizing a post-mortem right of publicity, which is an entirely new cause of action in Minnesota. This ruling alone saved the Estate thousands of dollars that would otherwise have been spent pursuing the "Prince Act" that the former Special Administrator attempted. The ruling establishes that the

Estate enjoys post-mortem protection for Prince's name, image and likeness, and thus protects and increases the value of the Estate's intellectual property.

15. Fredrikson, along with Comerica's other attorneys, has obtained excellent results for the Estate. The following summarizes results obtained for the benefit of the Estate during October 2017-January 2018:

*The Probate Matter*

- In early October 2017, the Personal Representative filed a motion for authorization to list and sell certain real estate owned by the Estate. The Court granted the Motion and the Personal Representative has [REDACTED]
- In late October 2017, the Nelsons filed a Petition to Remove Comerica as Personal Representative, triggering an automatic stay on Comerica's ability to act as Personal Representative on the Estate's behalf. The Personal Representative moved for immediate, interim relief from the Court to allow it to continue administering the Estate while the Petition was pending. the Nelsons opposed this motion and Comerica prevailed. This interim relief prevented potentially irreparable damage to the Estate by, among other things, avoiding defaults in litigation against and by the Estate, stalled negotiations with entertainment partners, and lapses in critical copyright and trademark enforcement.
- In November 2017, the Personal Representative responded to the Petition to Remove and again prevailed. In its Order denying the Petition, the Court concluded that it was in the best interest of the Estate to retain Comerica as Personal Representative. This result saved the Estate from the substantial delays and millions of dollars of costs that would be associated with transitioning to a new personal representative.
- In early December 2017, the Nelsons submitted an emergency request to the Court, asking to have the materials from Prince's Vault transferred out of the secure Iron Mountain facility due to forest fires in California. The Personal Representative opposed the request and prevailed. The Court found "condemned" the Nelsons for filing the request without conferring with the Personal Representative and threatened sanctions in the future. (12/11/18 Order.)
- In December 2017, the Personal Representative presented the deal memo for an important entertainment deal [REDACTED] to the Heirs. The Nelsons submitted an objection to the Court. The Personal Representative responded and the Court overruled the Nelsons' objection. The deal has since been finalized, resulting in [REDACTED] to the Estate.

### *The Court of Appeals*

- Earlier in 2017, Patrick Cousins submitted a claim against the Estate. The Personal Representative moved to dismiss and this Court granted its Motion. Mr. Cousins appealed the decision. In December 2017, the Personal Representative argued the appeal and prevailed; the district court's dismissal was affirmed.
- Earlier in 2017, the Personal Representative had prevailed in an heirship appeal by Darcell Gresham Johnston, et al. and Venita Jackson Leverette. In October 2017, the appellants sought review by the Minnesota Supreme Court, which the Personal Representative opposed. The Personal Representative prevailed, further review was denied, and this Court's order remains upheld.

### *Roc Nation litigation*

- In October 2017, the Personal Representative prevailed on a highly contested motion to compel that was [REDACTED]

### *Boxill litigation*

- In October 2017, the Personal Representative successfully defended against a motion to dismiss in federal court, preserving all but one of the Estate's claims and successfully establishing a post-mortem right of publicity in Minnesota.
- In November 2017, the Personal Representative succeeded in compelling Boxill to produce relevant documents in the arbitration that he had failed to produce.

### *Other litigation*

- Ly posted karaoke videos of Prince songs on YouTube. The Personal Representative requested that YouTube take down the infringing videos, but YouTube policy required a complaint to be served on Ly first. The Personal Representative drafted a complaint, hired local counsel, and attempted to serve Ly. After attempting personal service through the local constable, as required by law, several times, the Personal Representative requested permission for and executed "tack-on" service. Once service was completed, Ly did not respond. The Personal Representative succeeded in securing entry of a default judgment, a permanent injunction, and an award of its attorneys' fees and costs against Ly.

- Habib posted bootleg videos of Prince concerts on YouTube. The Personal Representative requested that YouTube take down the infringing videos, but YouTube policy required a complaint to be served on Habib first. The Personal Representative drafted a complaint, hired local counsel, and served Habib. The Personal Representative succeeded in having the videos removed from YouTube and is now discussing a resolution of the case with Habib. While this and the Ly litigation may seem like small matters not worth expending attorneys' fees on, these and other enforcement actions are critical to maintaining the strength of the Estate's copyrights.

16. The suggestion of a flat fee for Comerica's attorneys is simply is not feasible because the attorneys' fees required to administer this Estate vary widely from month to month and often depend on the Heirs' conduct or the conduct of an opposing party in litigation, over which the Personal Representative has no control. For example, in the Boxill arbitration, the Personal Representative has been forced to bring four motions to compel against Boxill (all of which were granted) and is currently bringing a fifth motion after Mr. Boxill walked out of his deposition. Similarly, in the Roc Nation litigation, the Tidal entities and Roc Nation were withholding hundreds of unambiguously relevant documents under a baseless privilege claim and the Personal Representative was forced to move to compel their production.

17. Often, it is necessary to have two attorneys attend a hearing or meeting, in different roles, on behalf of the Estate. For example, on January 5, 2018, both Mark Greiner and I attended a meeting with the Court, the Heirs' counsel, and the Second Special Administrator ("SSA") regarding the SSA's report to the Court. As the principal litigator representing the Personal Representative in all probate matters, I needed to attend the meeting with the Court to represent and advocate for the Personal Representative. Mr. Greiner, as the attorney overseeing all Estate matters including litigations, needed to attend the meeting not only to represent the

Personal Representative and consult on broader Estate issues, but also to ensure he is fully apprised of all developments affecting the Estate.

18. At hearings where current Estate business was not addressed, such as appellate court hearings, I attended the hearings with an associate, rather than with Mr. Greiner. For example, Emily Unger and Marie Williams each assisted me with appellate hearings in October and December 2017, respectively, by reviewing and condensing the legal authorities cited in the parties' briefing, anticipating questions from the panel, and assisting me with rebuttals to opposing counsel's arguments during the hearings. Having two attorneys attend these court appearances is not excessive or duplicative, as each attorney has a distinct role.

19. The vast majority of the time that Fredrikson attorneys spent preparing fee affidavits for submission to the Court was spent on redacting confidential information from the billing entries. This process protects confidential information of the Estate (not of Fredrikson or Comerica) and therefore benefits the Estate.

20. To the extent that any time billed by Fredrikson's attorneys was duplicative or unnecessary, such time was removed from Fredrikson's invoices and not charged to the Estate. For October 2017 through January 2018, Fredrikson wrote-off nearly \$30,000 of services rendered. For example, Emily Unger attended the hearing on the Petition to Remove on November 20, 2017, but because other attorneys were attending the hearing on behalf of Comerica, we wrote off Ms. Unger's time for that day.

21. The Nelsons object to the following as entries that "appear" to be "excessive or unnecessary":

- \$1,457.50 for research related to estate and \$1,431.00 for writing memo regarding estate issue: After making threats against the Personal Representative related to [REDACTED], [REDACTED], counsel for the Personal Representative asked Mr. McMillan (who

is an attorney and who, in fact, represented his clients as counsel at a minimum in the wrongful death matter) to communicate through counsel moving forward. Mr. McMillan, however, continued to communicate directly with the Personal Representative. As a result, counsel for the Personal Representative assigned a first-year associate to research and prepare an internal memorandum on the application of the Rules of Professional Conduct to Mr. McMillan. Based on counsel's instructions to Mr. McMillan, he has now ceased communicating directly with the Personal Representative.

- \$874.50 for research regarding \*redacted\* and \$795.00 for research regarding \*redacted\*: A first-year associate conducted legal research regarding arguments advanced by Patrick Cousins in appellate brief and potential responses to those arguments.
- \$1,080.00 for creating tracking mechanism for nationally-served subpoenas and \$1,774.00 for serving subpoenas: In the Boxill litigation, the Personal Representative sent cease and desist letters to approximately twenty individuals or entities and decided to subpoena several of them. To assist with serving and tracking the subpoenas, a paralegal created a spreadsheet compiling service information for each of the individuals and entities (*i.e.g* name, address, registered agent) and tracking the dates served and responses received. Metro Legal served the subpoenas.
- \$3,927.00 for Jason Boyarski's travel to Minnesota for removal hearing, meeting with Steve Siltan, and preparation for hearing: As discussed above, the parties understood that there would be testimony at the hearing on the Nelsons' Petition to Remove. As entertainment counsel, Mr. Boyarski traveled to Minnesota for the hearing so that he would be available to provide information regarding entertainment deals he assisted the Personal Representative to negotiate.

**I DECLARE UNDER PENALTY OF PERJURY THAT THE FOREGOING IS**

**TRUE AND CORRECT.**

Dated: April 11, 2018

/s/ Joseph J. Cassioppi

Joseph J. Cassioppi

63086018.1



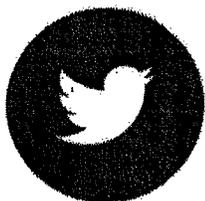
**Sharon L. Nelson** @Sharon\_L\_Nels... · 1hr ✓

Replying to @JackieTalkNerdy and @mostlyceltic81

It was voluntarily rescinded not voided. UMG deal should've been defended by Comerica. WB claims were just to benefit them. No Court said they were right just allowed it. Londell made great deal & did what Prince was trying to do. Dont believe hype. This is all public info!



## Promoted Tweet

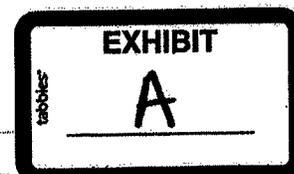


**Twitter Surveys** ✓ @TwitterSurveys ✓

We've selected a group of users for a brief survey. Answer a few quick questions! [analytics.twitter.com/insight\\_survey...](https://analytics.twitter.com/insight_survey...)



Promoted

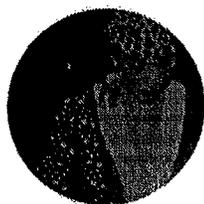




**Sharon L. Nelson** @Sharon\_L\_Nels... · 1h ✓

Replying to @aundrea\_glover

They accused the wrong one while everyone else were thieves in a temple!



**Sharon L. Nelson** @Sharon\_L\_Nels... · 1h ✓

Really? Those in charge of MJJ sold his prized assets he worked hard to own...

#PrinceDeservesBetter 🌧️🌧️🌧️ We are not sleeping here!

**Jester ⚡ J** @Jestereye7x

Replying to @Sharon\_L\_Nelson and @SteveBennett7

I think it being like the MJJ Estate is actually smart because they've actually released a lot of music! On top of this - there's a website and various mediums to buy merchandi...



**Sharon L. Nelson** @Sharon\_L\_Nel... · 2h ✓



**Sharon L. Nelson** @Sharon\_L\_Nels... · 1h ✓

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**Sharon L. Nelson** @Sharon\_L\_Nel... · 2h ✓

Why is @billboard & @Variety NOT exposing all the inside industry Conflicts of Interest in the #Prince Estate with #Comerica and it's Advisors NOW ??? This is why #Prince wrote SLAVE ON HIS



**Sharon L. Nelson** @Sharon\_L\_Nel... · 2h ✓  
#Comerica is in charge for now,  
unfortunately: Angela Aycock & Andrea  
Bruce. Call them and ask....  
#PrinceDeservesBetter

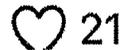
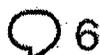
**Mike Constantine** @DeeksKid

Replying to @Sharon\_L\_Nelson and  
@SaraSavoy

I don't know...it all seems shady 2  
me. Selling umbrellas, socks, water  
bottles? The estate agrees on those  
things but why can't u agree on  
what's most important, the music....



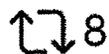
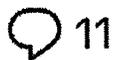
**Sharon L. Nelson** @Sharon\_L\_Nel... · 2h ✓  
Why NO NEW MUSIC ??? Why have the  
#PRINCE HEIRS NOT HEARD ANY NEW  
MUSIC??? Why have PRINCE LOVERS  
NOT BEEN OFFERED NEW MUSIC 🌂🌂  
🌂 #Comerica





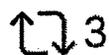
**Sharon L. Nelson @Sharon\_L\_Nel...** · 2h ✓

There are Conflicts Of Interests (and incompetence) with current people and bank. Bad deals proposed. And we should have had music out to fans months ago. They sabotaged us. We will fight back! Prince legacy is at stake. We dont want to be like MJJ's Estate ☂ Naming names soon



**Sharon L. Nelson @Sharon\_L\_Nel...** · 3h ✓

We need people who are experienced & competent in this business & were successful with Prince ☂ Not banks and celebrities with no professional expertise in Prince 101.



Show this thread



**Sharon L. Nelson @Sharon\_L\_Ne...** · 10h ✓

What a day today?!?! So many people being paid to do an incompetent job. My brother #Prince deserves better ☂



**Sharon L. Nelson** @Sharon\_L\_N... · 56m ✓

We saw the sell-out of Motown, The Michael Jackson Estate and now we see how they are trying to handle the #Prince Estate! Hmmmm... I DON'T THINK SO !!! 🌧️🌧️🌧️



**Sharon L. Nelson** @Sharon\_L\_Nels... · 1h ✓

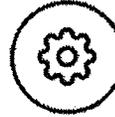
Really? Those in charge of MJJ sold his prized assets he worked hard to own... #PrinceDeservesBetter 🌧️🌧️🌧️ We are not sleeping here!

**Jester ⚡ J** @Jestereye7x

Replying to @Sharon\_L\_Nelson and @SteveBennett7

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Follow

# Sharon L. Nelson

@Sharon\_L\_Nelson

1 Followers you know

15 Following

826 Followers

Tweets

Tweets & replies

Media

Likes



Sharon L. Nelson @Sharon\_L\_Nels... · 7h ✓

Good Morning Friends. We will need the help and support of all the #Prince supporters & #PurpleArmy because his legacy is simply not being managed and handled well. Comerica should be removed.

16

7

35



Sharon L. Nelson @Sharon\_L\_... · 4/1/18 ✓

Happy Easter Sunday! 🙏❤️❤️

8

2

41

